



WEIL, GOTSHAL & MANGES LLP

Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
Ray C. Schrock, P.C. (*pro hac vice*)
(ray.schrock@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)|
767 Fifth Avenue
New York, NY 10153-0119
Tel: 212 310 8000
Fax: 212 310 8007

Signed and Filed: August 29, 2019

DENNIS MONTALI
U.S. Bankruptcy Judge

KELLER & BENVENUTTI LLP

Tobias S. Keller (#151445)
(tkeller@kellerbenvenutti.com)
Jane Kim (#298192)
(jkim@kellerbenvenutti.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: 415 496 6723
Fax: 650 636 9251

*Attorneys for Debtors
and Debtors in Possession*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Bankruptcy Case
No. 19 -30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**ORDER PURSUANT TO 11 U.S.C.
§§ 365(d)(4) AND B.L.R 6006-1 FURTHER
EXTENDING TIME TO ASSUME OR
REJECT UNEXPIRED LEASES OF
NONRESIDENTIAL REAL PROPERTY**

Upon the Motion, dated August 6, 2019 [Docket No. 3396] (the “**Motion**”),¹ of PG&E Corporation and Pacific Gas and Electric Company, as debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases, pursuant to section 365(d)(4)(B)(ii) of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 6006-1 of the Bankruptcy Local Rules for the United States District Court for the Northern District of California (the “**Bankruptcy Local Rules**”), for a further extension of the time to assume or reject the unexpired leases of nonresidential real property with certain lessors, all as more fully set forth in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24 (N.D. Cal.), and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that notice of the Motion as provided to the parties listed therein is reasonable and sufficient under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion, the Initial Extension Motion, the Boken Declaration, the Liou Declaration, and the Supplemental Declarations of Jessica Liou filed on August 23, 2019 and August 27, 2019; and this Court having held a hearing on the Motion; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, shareholders, and all parties in interest; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as provided herein.
2. Pursuant to section 365(d)(4) of the Bankruptcy Code, the time by which the

¹ Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to such terms in the Motion.

1 Debtors must assume the nonresidential real property leases to which the Consenting Lessors listed
2 on **Schedule 1** and the Debtors are party (collectively, the “**Extension Leases**”), is further extended
3 from August 27, 2019, through and including the Extended Deadline, as agreed upon by and
4 between the Debtors and each Consenting Lessor in the applicable Stipulation and as summarized
5 on **Schedule 1** to this Order.

6 3. The entry of this Order is without prejudice to the Debtors’ right to request
7 further extensions of time to assume or reject any of the Extension Leases in accordance with section
8 365(d)(4) of the Bankruptcy Code with the consent of the applicable Consenting Lessor.

9 4. Nothing in the Motion or this Order shall be construed as (a) an admission as
10 to the validity or amount of any particular claim against the Debtors; (b) a waiver of the Debtors’
11 rights to dispute any particular claim on any grounds; (c) a promise or requirement to pay any
12 particular claim; (d) an admission by the Debtors that any contract or lease, including the Extension
13 Leases, are executory or unexpired, as applicable; (e) a waiver or limitation of the Debtors’ rights
14 under the Bankruptcy Code or any other applicable law, including the Debtors’ right to assume,
15 reject, and/or seek any other related relief with respect to any contract or lease; or (f) an alteration,
16 amendment, or other modification of the terms of the Extension Leases.

17 5. This Court shall retain jurisdiction to hear and determine all matters arising
18 from or related to the implementation, interpretation, or enforcement of this Order.

19 ** END OF ORDER **
20
21
22
23
24
25
26
27
28